

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

IN RE PORK ANTITRUST
LITIGATION

Civil No. 18-1776 (JRT/HB)

This Document Relates to:

All Consumer Indirect Purchaser Actions

**DECLARATION OF SHANA E.
SCARLETT IN SUPPORT OF
MOTION FOR PRELIMINARY
APPROVAL OF THE CLASS
ACTION SETTLEMENT
BETWEEN CONSUMER
INDIRECT PURCHASER
PLAINTIFFS AND JBS
DEFENDANTS**

I, Shana E. Scarlett, state under oath, as follows:

1. I am a partner at Hagens Berman Sobol Shapiro LLP. Hagens Berman is co-lead counsel for the Consumer Indirect Purchasers (“consumer IPPs”). I have full knowledge of the matters stated herein and could and would testify thereto.

2. Consumer IPPs seek preliminary approval of the settlement with Defendants JBS USA Food Company, JBS USA Food Company Holdings, and Swift Pork Company (collectively, “Settling Defendants” or “JBS”). This first settlement for the consumer IPP class – negotiated at arm’s length – provides \$20 million in total relief to the consumer IPP class. This settlement is the result of arm’s length negotiations, conducted in front of an experienced mediator, which provides substantial monetary and non-monetary relief to the consumer IPP class.

3. Since the filing of the complaint, consumer IPPs have engaged in rigorous discovery. On January 28, 2019, Magistrate Judge Bowbeer granted the plaintiffs’ motion to compel documents produced by Agri Stats to the Department of Justice. These documents were heavily incorporated into the consumer IPPs’ second amended complaint. Moreover, working with counsel representing the other classes, consumer IPPs have collected over 85,000 documents to date relevant to the defendants and the pork market.

4. JBS and the consumer IPPs first discussed settlement while the second set of motions to dismiss were pending, in September 2020.

5. While the initial discussions were unsuccessful, after the motions to dismiss were denied, the parties reengaged in early 2021. A mediation was held before Professor

Eric Green, a noted mediator with Resolutions, LLC. An agreement upon terms was reached on March 9, 2021 and the settlement agreement was signed by both parties on March 12, 2021.

6. While the motions to dismiss were pending, plaintiffs brought a motion to compel the production of documents produced by Agri Stats to the DOJ. Magistrate Bowbeer granted this motion, resulting in the production of approximately 65,000 documents by Agri Stats. These documents were eventually incorporated into the second amended complaint – the complaint upheld by this Court in its second motion to dismiss order.

7. Although defendants have not yet produced their data to plaintiffs, based on publicly available information, consumer IPPs estimate that the JBS defendants have approximately 20 percent of the market share for consumer IPP class products.

8. The named plaintiffs have fulfilled their duties as class representatives by actively participating in the litigation. Each representative has approved the terms of this settlement, and remains apprised of the status of the case.

9. Many of the major grocery stores retain consumers' purchase histories and contact information, including customers' email addresses. Consumer IPPs have already issued subpoenas for the production of this information, and will prioritize acquiring it from third party grocery stores.

10. Attached hereto as **Exhibit A** is a true and correct copy of the Long-form Settlement Agreement Between Consumer Indirect Purchaser Class Plaintiffs and JBS, dated March 12, 2021.

I certify under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

DATED: March 26, 2021

/s/ Shana E. Scarlett
SHANA E. SCARLETT